SPEL
Synthetic Products Enterprises Limited.
127-S,Q.I.E, Township, Kotlakhpat Lahore-Pakistan.
Tel: +92-42-35115506-07 Fax: +92-42-35118507
Web: www.spelgroup.com Email: synthetic@spelgroup.com

28 January 2017

The General Manager
Pakistan Stock Exchange
Stock Exchange Building
Stock Exchange Road
Karachi.

SUBJECT: MISCELLANEOUS INFORMATION

Dear Sir,

We are sending herewith a copy of the Board Resolution passed by the Board of Directors of Synthetic Products Enterprises Limited in its meeting along with copy of the Auditors' Certificate as required under the provisions of the law for your record and information

Regards,

Khalil Ahmad Hashmi FCA
Company Secretary

Mr. Akbar Ali

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EXTRACTS FROM THE MINUTES OF THE MEETING OF BOARD OF DIRECTORS OF SYNTHETIC PRODUCTS ENTERPRISES LIMITED

The Board of Directors of Synthetic Products Enterprises Limited has passed the following resolution in its meeting held on 28 January 2017 at 127-S Q.I.E. Township Kot Lakhpat Lahore.

"RESOLVED that condensed interim unconsolidated financial statements of Synthetic Products Enterprises Limited along with condensed interim consolidated Financial Statements of SPEL and its Subsidiary and Directors' Review on the condensed interim financial information for the period ended 31 December 2016 be and are hereby approved, and that Mr. Abid Saleem Khan Director along with Mr. Zia Hyder Naqi Chief Executive Officer of the Company be and are hereby authorized to sign the condensed interim unconsolidated financial statements along with condensed interim consolidated financial statements and Directors' Review for the period ended 31 December 2016."

"Further Resolved that an interim bonus dividend @ 1 share for every 10 shares held (i.e. 10%) be given to the shareholders."

"Further resolved that the share transfer book of the Company to be closed from 21st February 2017 to 27th February 2017 for entitlement of bonus dividend. Transfers received at THK Associates (Pvt.) Limited 1st Floor 40-C Block 6 P.E.C.H.S. Karachi on 20 February will be treated in time for the purpose of above entitlements."

Certified True Copy
Sign.......
Company Secretary

KPMG

KPMG Taseer Hadi & Co.
Chartered Accountants
2nd Floor,
Servis House
2-Main Gulberg Jail Road,
Lahore Pakistan

Telephone + 92 (42) 3579 0901-6
Fax + 92 (42) 3579 0907
Internet www.kpmg.com.pk

The Company Secretary
Synthetic Products Enterprises Limited
127-S, Q.I.E, Township
Kot Lakhpat, Lahore

Our ref LA-IA-38B-17

28 January 2017

Dear Sir

AUDITORS' CERTIFICATE ON FREE RESERVE AS REQUIRED UNDER COMPANIES (ISSUE OF CAPITAL) RULES, 1996

We have been requested to provide you with a certificate under Rule 6 of the Companies (Issue of Capital) Rule, 1996 (the Rules), that free reserves of Synthetic Products Enterprises Limited (the Company) are atleast 15 percent of the enhanced share capital of the Company after issuance of 7,735,000 bonus shares.

1 Scope of certificate

We understand that pursuant to the requirements of Rule 6, our certificate is required to be filed with the Pakistan Stock Exchange and the Securities and Exchange Commission of Pakistan.

2 Management responsibility

It is the management responsibility to comply with the requirements of the Rules.

3 Auditors' responsibility

Our responsibility is to certify the Company's compliance with the requirement of the Rules in accordance with the 'Guidelines for Issue of Certificates for Special Purposes by Practicing Chartered Accountant Firms' issued by the Institute of Chartered Accountants of Pakistan. Our verification was limited to the procedures as mentioned below:

a) Obtained working of free reserves of the Company after proposed issue of bonus shares, based on un-audited financial information of the Company for the six months' period ended 31 December 2016;

b) Obtained certified details of all contingent liabilities as at 31 December 2016;

c) Obtained a representation letter from the Company that free reserves of the Company are atleast 15% of the enhanced capital after issue of bonus shares and all contingent liabilities have been deducted while calculating the minimum residual reserve;

d) Checked the working of free reserve to ensure that same is drawn up as required by the Rules and is based on the un-audited financial information of the Company for the six months period ended 31 December 2016; and

e) Checked that all contingent liabilities as disclosed to us by the Company's management as as 31 December 2016 have been deducted while calculating the minimum residual reserve.

4 Certificate

Based on procedures mentioned above, we certify that the free reserve of the Company as worked out from its un-audited financial information for the six months period ended 31 December 2016, will be more than 15 percent of the enhanced paid-up capital of the Company after the proposed issue of 7,735,000 bonus shares of Rs. 10 each and contingent liabilities as at 31 December 2016, as disclosed to us by the management of the Company, have been deducted while calculating the minimum residual reserve.

We wish to clarify that the working of free reserve has been drawn up on the basis of un-audited financial information of the Company for the six months period ended 31 December 2016, on which we did not express any opinion

5 Restriction on use and distribution

Our report is given in our capacity as statutory auditors of the Company and is issued solely for the purpose set forth in the scope paragraph and is not to be used or distributed for any other purpose. This certificate is restricted to the facts stated herein.

Yours faithfully

KPMG Taseer Hadi & Co.